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UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

TRENT NICHOLS and SHARON NICHOLS, derivatively on behalf of COCRYSTAL PHARMA, INC. F/K/A BIOZONE PHARMACEUTICALS, INC.,

Plaintiffs,

vs.

ELLIOTT MAZA, GARY WILCOX, JEFFREY MECKLER, GERALD MCGUIRE, JAMES MARTIN, CURTIS DALE, RAYMOND SCHINAZI, DAVID BLOCK, PHILLIP FROST, JANE H. HSIAO, STEVEN RUBIN, BRIAN KELLER, BARRY C. HONIG, JOHN STETSON, MICHAEL BRAUSER, JOHN O'ROURKE III, MARK GROUSSMAN, and JOHN H. FORD,

Defendants,

Case No.: 2:19-cv-16751-KM-JBC

STIPULATION AND [PROPOSED] ORDER REGARDING DEADLINE FOR RESPONSE TO COMPLAINT

and

COCRYSTAL PHARMA, INC. F/K/A
BIOZONE PHARMACEUTICALS, INC.,
Nominal Defendant.

WHEREAS, on August 15, 2019, Plaintiffs Trent Nichols and Sharon Nichols (collectively, “Plaintiffs”) filed a Verified Shareholder Derivative Complaint (the “Complaint”) (ECF No. 1) purportedly on behalf of nominal defendant Cocrystal Pharma, Inc. (“Cocrystal”), captioned *Nichols, et al. v. Maza, et al.*, Case No. 19-cv-16751-KM-JBC (the “Derivative Action”);

WHEREAS, the Complaint names as defendants Elliott Maza, Gary Wilcox, Jeffrey Meckler, Gerald McGuire, James Martin, Curtis Dale, Raymond Schinazi, David Block, Phillip Frost, Jane H. Hsiao, Steven Rubin, Brian Keller, Barry C. Honig, John Stetson, Michael Brauser, John O’Rourke III, Mark Groussman, and John H. Ford (collectively with Nominal Defendant Cocrystal, “Defendants”), and generally alleges that, by failing to disclose in public filings the existence of a purported scheme in 2013 to artificially inflate the stock price of Cocrystal’s predecessor, Biozone Pharmaceuticals, Inc. (the “Alleged Scheme”), and by engaging in the Alleged Scheme, Defendants allegedly breached their fiduciary duties, were unjustly enriched, wasted corporate assets, and violated Section 14(a) of the Securities Exchange Act of 1934 and SEC Rule 14a-9;

WHEREAS, a related securities class action lawsuit, captioned *Pepe v. Cocrystal Pharma, Inc., et al.*, No. 2:18-cv-14091-KM-JBC, is also pending in this Court (the “Securities Class Action”);

WHEREAS, the parties in the Securities Class Action have agreed to conduct a private mediation scheduled for November 22, 2019 (the “Securities Class Action Mediation”) in an

attempt to resolve that matter. In order to accommodate the Securities Class Action Mediation, on August 22, 2019 this Court entered an order in the Securities Class Action (ECF No. 42) which, among other things, (a) stayed certain defendants' deadlines to respond to the Amended Complaint pending completion of the Securities Class Action Mediation, and (b) directed the parties to submit a joint status report no later than one week following completion of the Securities Class Action Mediation;

WHEREAS, counsel for Plaintiffs, counsel for defendants Gary Wilcox, Raymond Schinazi, Jane H. Hsiao, Steven Rubin, David Block, James Martin, Gerald McGuire, Jeffrey Meckler, Curtis Dale, and Nominal Defendant Cocrystal Pharma, Inc. (together, the "Cocrystal Defendants"), and counsel for defendant Phillip Frost (together with the Cocrystal Defendants, the "Stipulating Defendants" and, collectively with Plaintiffs, the "Stipulating Parties") have conferred and agreed, subject to this Court's approval, to extend the deadline for the Stipulating Defendants to move to dismiss, answer, or otherwise respond to, the Complaint until after the conclusion of the Securities Class Action Mediation;

WHEREFORE, the Stipulating Parties, through their undersigned counsel, hereby agree, stipulate, and respectfully request that the Court enter an Order as follows:

1. The Stipulating Defendants hereby accept service of the Complaint.
2. The deadline for the Stipulating Defendants to move to dismiss, answer, or otherwise respond to, the Complaint is hereby extended until after the conclusion of the Securities Class Action Mediation. Within seven (7) calendar days of the completion of the Securities Class Action Mediation, the Stipulating Parties shall file with the Court a joint status report, or stipulation and proposed order, which informs the Court of the status of the Derivative Action and, if appropriate, proposes dates for the Stipulating Defendants to respond to the Complaint and a briefing schedule for any motions that the Stipulating Defendants may file.

Dated: September 23, 2019

<p>By: <u>s/ Vik Pawar</u> Vik Pawar Pawar Law Group, P.C. 20 Vesey Street, Suite 1210 New York, NY 10007 Telephone: (212) 571-0805 Facsimile: (212) 571-0938 Email: vik@pawarlaw.com</p> <p>The Brown Law Firm, P.C. Timothy Brown, <i>Pro Hac Vice Forthcoming</i> 240 Townsend Square Oyster Bay, NY 11771 Telephone: (516) 922-5427 Facsimile: (516) 344-6204 Email: tbrown@thebrownlawfirm.net</p> <p><i>Attorneys for Plaintiffs</i></p>	<p>By: <u>s/ Jeffrey D. Vanacore</u> Jeffrey D. Vanacore Perkins Coie LLP 1155 Avenue of the Americas, 22nd Floor New York, NY 10003 Telephone: (212) 262-6912 Facsimile: (212) 977-1642 Email: JVanacore@perkinscoie.com</p> <p>Ronald L. Berenstain, <i>Pro Hac Vice Forthcoming</i> Sean C. Knowles, <i>Pro Hac Vice Forthcoming</i> Perkins Coie LLP 1201 Third Avenue, Ste. 4900 Seattle, WA 98101 Telephone: (206) 359-8000 Facsimile: (206) 359-9000 Email: rberenstain@perkinscoie.com sknowles@perkinscoie.com</p> <p><i>Attorneys for Defendants Gary Wilcox, Raymond Schinazi, Jane H. Hsiao, Steven Rubin, David Block, James Martin, Gerald McGuire, Jeffrey Meckler, Curtis Dale, and Nominal Defendant Cocrystal Pharma, Inc.</i></p>
	<p>By: <u>s/ Russell J. Feldman</u> Russell J. Feldman Robert J. Anello, <i>Pro Hac Vice Forthcoming</i> Edward M. Spiro, <i>Pro Hac Vice Forthcoming</i> Morvillo Abramowitz Grand Iason & Anello P.C. 565 Fifth Avenue New York, NY 10017 Telephone: (212) 856-9600 Facsimile: (212) 856-9494 Email: ranello@maglaw.com espiro@maglaw.com rfeldman@maglaw.com</p> <p><i>Attorneys for Defendant Phillip Frost</i></p>

[PROPOSED] ORDER

IT IS SO ORDERED this _____ day of _____, 2019.

THE HON. KEVIN McNULTY
UNITED STATES DISTRICT JUDGE

CERTIFICATE OF SERVICE

I certify that on September 23, 2019, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the email addresses indicated on the Court's Electronic Mail Notice List.

DATED this 23rd day of September 2019.

[PARALEGAL TO INSERT NAME]